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Form **990-PF**

**Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation**

OMB No 1545-0052

2012

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2012 or tax year beginning , and ending

Name of foundation TR A W LEDBETTER FOUNDATION UA		A Employer identification number 58-6038952
Number and street (or P O box number if mail is not delivered to street address) Room/suite		B Telephone number (see instructions) (866) 763-0588
P.O. BOX 1908 City or town, state, and ZIP code ORLANDO FL 32802-1908		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 570,952		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
J Accounting method. <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	13,878	13,937		
	5 a Gross rents				
	b Net rental income or (loss)				
	6 a Net gain or (loss) from sale of assets not on line 10	9,996			
	b Gross sales price for all assets on line 6a	208,338			
	7 Capital gain net income (from Part IV, line 2)		9,996		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	23,874	23,933	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	9,412	4,706		4,706
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	347			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	9,759	4,804	0	4,706
	25 Contributions, gifts, grants paid				
26 Total expenses and disbursements. Add lines 24 and 25	9,759	4,804	0	4,706	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	14,115				
b Net investment income (if negative, enter -0-)		19,129			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

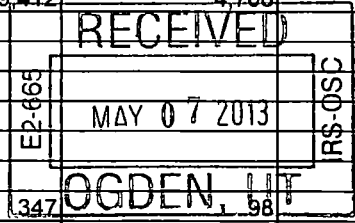
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Operating and Administrative Expenses



Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	21,689	31,602	31,602
	3	Accounts receivable			
		Less allowance for doubtful accounts			
	4	Pledges receivable			
		Less allowance for doubtful accounts			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule)			
		Less allowance for doubtful accounts			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis			
	Less accumulated depreciation (attach schedule)				
12	Investments—mortgage loans				
13	Investments—other (attach schedule)	487,169	491,371	539,350	
14	Land, buildings, and equipment basis				
	Less accumulated depreciation (attach schedule)				
15	Other assets (describe)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	508,858	522,973	570,952	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe)			
23	Total liabilities (add lines 17 through 22)	0	0		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	508,858	522,973	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances (see instructions)	508,858	522,973		
31	Total liabilities and net assets/fund balances (see instructions)	508,858	522,973		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	508,858
2	Enter amount from Part I, line 27a	2	14,115
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	522,973
5	Decreases not included in line 2 (itemize)	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	522,973

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Attached Statement				
b See Attached Statement				
c See Attached Statement				
d See Attached Statement				
e See Attached Statement				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a			0	
b			0	
c			0	
d			0	
e			0	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a			0	
b			0	
c			0	
d			0	
e			0	
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	9,996	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	0	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part.

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	35,432	557,600	0.063544
2010	28,835	533,437	0.054055
2009	28,545	492,672	0.057939
2008	36,191	566,574	0.063877
2007	34,241	632,597	0.054128
2 Total of line 1, column (d)			2 0.293543
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.058709
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 547,313
5 Multiply line 4 by line 3			5 32,132
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 191
7 Add lines 5 and 6			7 32,323
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions			8 4,706

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see instructions)

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	383	
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0	
3 Add lines 1 and 2	3	383	
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4		
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	383	
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	358	
b Exempt foreign organizations—tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d	7	358	
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	25	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0	
11 Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	0	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		X
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> GA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)			X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	X		
14	The books are in care of ▶ SUNTRUST BANK Telephone no ▶ (866) 763-0588 Located at ▶ P O BOX 1908 ORLANDO FL ZIP+4 ▶ 32802-1908			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A			
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶		Yes	No X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No
Organizations relying on a current notice regarding disaster assistance check here ▶

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
If "Yes," attach the statement required by Regulations section 53.4945–5(d) N/A

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

	5b	N/A
6b		X
7b		N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SUNTRUST BANK P O BOX 1908 ORLANDO, FL 32802-1908 0	TRUSTEE AS REQ'D	9,412		
CECIL WRIGHT III ROME, GA	TRUSTEE AS REQ'D			
BRAD WRIGHT ROME, GA	TRUSTEE AS REQ'D			
JOEL SNIDER ROME, GA	TRUSTEE AS REQ'D			

2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000 ▶

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
.....		
.....		
.....		
.....		
.....		
Total number of others receiving over \$50,000 for professional services		▶ 0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 NONE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount	
1 NONE		
2		
All other program-related investments See instructions		
3 NONE		
Total. Add lines 1 through 3		▶ 0

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	532,984
b	Average of monthly cash balances	1b	22,664
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	555,648
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	555,648
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	8,335
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	547,313
6	Minimum investment return. Enter 5% of line 5	6	27,366

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here and do not complete this part)

1	Minimum investment return from Part X, line 6	1	27,366
2a	Tax on investment income for 2012 from Part VI, line 5	2a	383
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	383
3	Distributable amount before adjustments Subtract line 2c from line 1	3	26,983
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	26,983
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	26,983

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	4,706
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4 .	4	4,706
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	4,706

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				26,983
2 Undistributed income, if any, as of the end of 2012:				
a Enter amount for 2011 only			0	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2012:				
a From 2007	3,871			
b From 2008	8,200			
c From 2009	4,111			
d From 2010	2,630			
e From 2011	8,268			
f Total of lines 3a through e	27,080			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 4,706:				
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2012 distributable amount				4,706
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	22,277			22,277
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	4,803			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	4,803			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011	4,803			
e Excess from 2012				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			(e) Total
	(a) 2012	(b) 2011	(c) 2010	
				0
b 85% of line 2a				0
c Qualifying distributions from Part XII, line 4 for each year listed				0
d Amounts included in line 2c not used directly for active conduct of exempt activities				0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c				0
3 Complete 3a, b, or c for the alternative test relied upon				
a "Assets" alternative test—enter				
(1) Value of all assets				0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				0
c "Support" alternative test—enter				
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				0
(3) Largest amount of support from an exempt organization				0
(4) Gross investment income				0

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

N/A

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

N/A

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number or e-mail of the person to whom applications should be addressed

b The form in which applications should be submitted and information and materials they should include

c Any submission deadlines

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors.

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> NONE				
Total				▶ 3a 0
b <i>Approved for future payment</i> NONE				
Total				▶ 3b 0

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Check "X" to include in Part IV	Description	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Gross Sales	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Net Gain or Loss
	Long Term CG Distributions						2,538	0				0
	Short Term CG Distributions						0	0			198,342	9,996
	Totals						2,538	0			198,342	9,996
1	MANNING & NAPIER WORLD C	CUSSIP #		4/19/2011		2/6/2012	4,494	5,515				-1,021
2	MANNING & NAPIER WORLD C	563821545		7/19/2011		2/6/2012	5,740	6,902				-1,162
3	MANNING & NAPIER WORLD C	563821545		8/15/2011		2/6/2012	2,508	2,796				-288
4	MANNING & NAPIER WORLD C	563821545		10/26/2009		2/6/2012	3,613	3,973				-360
5	NEUBERGER BERMAN HIGH I	64128K868		9/21/2011		8/6/2012	61	59				2
6	NEUBERGER BERMAN HIGH I	64128K868		9/21/2011		11/19/2012	2,857	2,705				152
7	NEUBERGER BERMAN HIGH I	64128K868		9/21/2011		2/6/2012	397	376				21
8	OPPENHEIMER DEVELOPING	683974605		10/25/2010		2/6/2012	512	541				-29
9	PIMCO LOW DURATION I	693390304		2/6/2012		11/19/2012	364	357				7
10	PIMCO LOW DURATION I	693390304		8/6/2012		11/19/2012	191	190				1
11	PIMCO LOW DURATION I	693390304		2/22/2011		8/6/2012	31	31				0
12	PIMCO FOREIGN BD US\$ HED	693390882		2/6/2012		8/6/2012	16,989	16,310				659
13	PIMCO COMMODITY REALTY	722005667		2/2/2009		8/6/2012	7,304	6,578				726
14	PIMCO COMMODITY REALTY	722005667		10/29/2009		8/6/2012	38	45				-7
15	PIMCO COMMODITY REALTY	722005667		5/24/2010		8/6/2012	984	1,096				-82
16	PIMCO COMMODITY REALTY	722005667		2/6/2012		8/6/2012	2,427	2,462				-35
17	PIMCO EMERGING LOCAL BD	72201F516		8/6/2012		11/19/2012	179	179				0
18	ABERDEEN EQUITY LONG SH	003020336		10/25/2010		2/6/2012	56	56				0
19	ABERDEEN EQUITY LONG SH	003020336		10/26/2009		2/6/2012	52	49				3
20	ABERDEEN EQUITY LONG SH	003020336		2/22/2011		11/19/2012	287	284				3
21	FEDERATED STRATEGIC VAL	314172560		2/22/2011		8/6/2012	833	833				0
22	FEDERATED STRATEGIC VAL	314172560		7/19/2011		8/6/2012	10,150	9,163				987
23	FEDERATED STRATEGIC VAL	314172560		8/15/2011		8/6/2012	367	322				45
24	FEDERATED STRATEGIC VAL	314172560		2/6/2012		8/6/2012	919	855				64
25	FEDERATED STRATEGIC VAL	314172560		10/25/2010		8/6/2012	2,269	1,942				327
26	FEDERATED STRATEGIC VAL	314172560		10/25/2010		11/19/2012	14,411	12,836				1,575
27	FORUM ABSOLUTE STRATEG	34984T800		2/6/2012		8/6/2012	63	62				1
28	FORUM ABSOLUTE STRATEG	34984T800		2/6/2012		11/19/2012	478	468				10
29	HARBOR CAP APPRECIATION	411511504		8/6/2012		11/19/2012	5,429	5,442				-13
30	T ROWE PRICE INSTL LARGE	45775L408		7/18/2011		2/6/2012	6,017	5,828				189
31	T ROWE PRICE INSTL LARGE	45775L408		7/18/2011		11/19/2012	5,675	5,394				281
32	T ROWE PRICE INSTL LARGE	45775L408		8/6/2012		11/19/2012	590	589				1
33	T ROWE PRICE INSTL LARGE	45775L408		8/15/2011		11/19/2012	2,153	1,892				261
34	MANNING & NAPIER WORLD C	563821545		10/25/2010		2/6/2012	6,678	7,920				-1,242
35	RIDGEWORTH FD-LARGE CAP	76628R672		7/19/2011		2/6/2012	3,232	3,157				75
36	RIDGEWORTH FD-LARGE CAP	76628R672		8/6/2012		11/19/2012	876	852				24
37	RIDGEWORTH FD-LARGE CAP	76628R672		7/19/2011		11/19/2012	273	259				14
38	RIDGEWORTH FD-SHORT TER	76628T611		2/6/2012		8/6/2012	5,014	4,994				20
39	RIDGEWORTH FD-SHORT TER	76628T611		8/10/2006		11/19/2012	6,870	6,664				206
40	RIDGEWORTH FD-SHORT TER	76628T611		2/2/2009		11/19/2012	11,327	10,739				588
41	RIDGEWORTH FD-SHORT TER	76628T611		12/12/2005		11/19/2012	1,149	1,108				41
42	RIDGEWORTH FD-SHORT TER	76628T611		5/3/2006		11/19/2012	781	756				25
43	RIDGEWORTH FD-SHORT TER	76628T611		5/19/2009		11/19/2012	1,314	1,256				58
44	RIDGEWORTH FD-SHORT TER	76628T611		2/6/2012		11/19/2012	838	835				3
45	RIDGEWORTH FD-SEIX FLT H	76628T678		11/24/2008		8/6/2012	1,472	1,204				268
46	RIDGEWORTH FD-SEIX FLT H	76628T678		2/2/2009		8/6/2012	450	371				79
47	RIDGEWORTH FD-SEIX FLT H	76628T678		5/19/2009		8/6/2012	9,892	8,775				1,117
48	RIDGEWORTH FD-SEIX FLT H	76628T678		10/26/2009		8/6/2012	1,170	1,133				37
49	RIDGEWORTH FD-SEIX FLT H	76628T678		1/19/2010		8/6/2012	617	608				9
50	RIDGEWORTH FD-SEIX FLT H	76628T678		2/6/2012		8/6/2012	61	61				0
51	RIDGEWORTH FD-INTERMED	76628T702		2/6/2012		11/19/2012	903	900				3
52	SCHRODER US SMALL/MID C	80809R204		2/22/2011		2/6/2012	806	797				9
53	SCHRODER US SMALL/MID C	80809R204		2/22/2011		8/6/2012	504	502				2
54	SCHRODER US SMALL/MID C	80809R204		8/15/2011		8/6/2012	4,873	4,933				-60
55	SENTINEL SMALL CO-I	81728B825		7/20/2009		2/6/2012	272	262				38
56	SENTINEL SMALL CO-I	81728B825		8/15/2011		9/4/2012	5,733	3,884				1,849
57	SENTINEL SMALL CO-I	81728B825		10/26/2009		9/4/2012	4,563	3,483				1,080
58	SENTINEL SMALL CO-I	81728B825		8/15/2011		9/4/2012	354	356				-2
59	TEMPLETON GLOBAL BD-ADV	880208400		1/19/2010		2/6/2012	20,411	20,116				295
60	TEMPLETON GLOBAL BD-ADV	880208400		1/19/2010		8/6/2012	5,219	5,128				91
61	TEMPLETON GLOBAL BD-ADV	880208400		5/24/2010		8/6/2012	11,029	10,653				376
62	TEMPLETON GLOBAL BD-ADV	880208400		8/6/2012		11/19/2012	112	112				0
63	WASATCH LONG/SHORT FD	938793835		8/6/2012		11/19/2012	112	112				0

Part I, Line 18 (990-PF) - Taxes

		347	98	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAXES PAID	98	98		
2	ESTIMATED EXCISE TAX PAYMENTS	249			

Part II, Line 13 (990-PF) - Investments - Other

Asset Description		487,169		491,371		539,350	
	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year
1		487,169	0	0	0		
2	HARBOR CAP APPRECIATION-I	0	42,955	0	46,148		
3	PIMCO LOW DURATION-I	0	21,338	0	21,543		
4	T ROWE PRICE INSTL LARGE-CAP GRWT	0	36,293	0	49,407		
5	FORUM ABSOLUTE STRATEGIES-I	0	25,778	0	26,945		
6	MANNING & NAPIER WORLD OPPTY-S-A	0	42,823	0	43,339		
7	RIDGEMORTH FD-LARGCAP VAL EQTY-I	0	26,203	0	40,226		
8	RIDGEMORTH FD-INTERMEDIATE BD RG	0	66,168	0	68,616		
9	FEDERATED STRATEGIC VALUE-I	0	34,666	0	39,315		
10	PIMCO INVT GRADE CORP BD-I	0	34,819	0	37,362		
11	JANUS PERKINS SMALL CAP VALUE-I	0	10,755	0	10,903		
12	ABERDEEN EQUITY LONG SHORT-I	0	10,444	0	10,964		
13	OPPENHEIMER DEVELOPING MKTS INST	0	25,303	0	28,873		
14	DOUBLELINE TOTAL RETURN BD-I	0	27,023	0	27,116		
15	NEUBERGER BERMAN HIGH INCOME BD-	0	20,715	0	22,090		
16	WASATCH 1ST SOURCE LONG/SHORT	0	11,013	0	11,475		
17	VANGUARD MTG BACKED SECS INDEX-S	0	32,755	0	32,577		
18	T ROWE PRICE DIVRSFD SMALLCAP GRC	0	11,374	0	11,333		
19	PIMCO EMERGING LOCAL BD-I	0	10,946	0	11,118		

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Long Term CG Distributions		Short Term CG Distributions		How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj. Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
Amount	2,538	0	0												
1	MANNING & NAPIER WORLD OPTPTYS-A	563821545	2/6/2012	2/6/2012	4/18/2011	2/6/2012	4,484	0	0	5,515	-1,021	0	0	0	7,458
2	MANNING & NAPIER WORLD OPTPTYS-A	563821545	2/6/2012	2/6/2012	7/18/2011	2/6/2012	5,740	0	0	6,902	-1,162	0	0	0	-1,021
3	MANNING & NAPIER WORLD OPTPTYS-A	563821545	2/6/2012	2/6/2012	8/15/2011	2/6/2012	2,508	0	0	2,786	-278	0	0	0	-1,162
4	MANNING & NAPIER WORLD OPTPTYS-A	563821545	2/6/2012	2/6/2012	10/26/2009	2/6/2012	3,613	0	0	3,973	-360	0	0	0	-288
5	NEUBERGER BERMAN HIGH INCOME B	864128468	2/6/2012	2/6/2012	9/21/2011	2/6/2012	61	0	0	59	2	0	0	0	-360
6	NEUBERGER BERMAN HIGH INCOME B	864128468	2/6/2012	2/6/2012	9/21/2011	2/6/2012	2,857	0	0	2,705	152	0	0	0	152
7	NEUBERGER BERMAN HIGH INCOME B	864128468	2/6/2012	2/6/2012	9/21/2011	2/6/2012	337	0	0	376	-39	0	0	0	152
8	OPREHEIMER DEVELOPING MKTS INC	693974503	2/6/2012	2/6/2012	10/25/2010	2/6/2012	512	0	0	541	-29	0	0	0	21
9	PIMCO LOW DURATION-I	693380304	2/6/2012	2/6/2012	2/6/2012	2/6/2012	384	0	0	357	27	0	0	0	-29
10	PIMCO LOW DURATION-I	693380304	2/6/2012	2/6/2012	8/9/2012	11/19/2012	191	0	0	190	1	0	0	0	1
11	PIMCO FOREIGN BD USA HEDGED-I	693380304	2/6/2012	2/6/2012	2/22/2011	11/19/2012	32	0	0	31	1	0	0	0	1
12	PIMCO COMMODITY REALTRN STRATE	722005867	2/6/2012	2/6/2012	2/22/2011	8/6/2012	16,969	0	0	16,310	659	0	0	0	659
13	PIMCO COMMODITY REALTRN STRATE	722005867	2/6/2012	2/6/2012	2/22/2011	8/6/2012	7,304	0	0	6,978	326	0	0	0	326
14	PIMCO COMMODITY REALTRN STRATE	722005867	2/6/2012	2/6/2012	10/26/2009	8/6/2012	38	0	0	45	-7	0	0	0	-7
15	PIMCO COMMODITY REALTRN STRATE	722005867	2/6/2012	2/6/2012	5/24/2010	8/6/2012	984	0	0	1,066	-82	0	0	0	-82
16	PIMCO EMERGING LOCAL BD-I	722015116	2/6/2012	2/6/2012	2/6/2012	2/6/2012	2,427	0	0	2,462	-35	0	0	0	-35
17	ABERDEEN EQUITY LONG SHORT-I	003020336	2/6/2012	2/6/2012	10/25/2010	2/6/2012	56	0	0	56	0	0	0	0	0
18	ABERDEEN EQUITY LONG SHORT-I	003020336	2/6/2012	2/6/2012	10/25/2010	2/6/2012	52	0	0	49	3	0	0	0	3
19	ABERDEEN EQUITY LONG SHORT-I	003020336	2/6/2012	2/6/2012	10/26/2009	2/6/2012	287	0	0	284	3	0	0	0	3
20	FEDERATED STRATEGIC VALUE-I	314172560	2/6/2012	2/6/2012	2/22/2011	8/6/2012	958	0	0	833	125	0	0	0	125
21	FEDERATED STRATEGIC VALUE-I	314172560	2/6/2012	2/6/2012	2/22/2011	8/6/2012	10,150	0	0	9,163	987	0	0	0	987
22	FEDERATED STRATEGIC VALUE-I	314172560	2/6/2012	2/6/2012	8/15/2011	8/6/2012	387	0	0	322	65	0	0	0	65
23	FEDERATED STRATEGIC VALUE-I	314172560	2/6/2012	2/6/2012	2/6/2012	2/6/2012	919	0	0	855	64	0	0	0	64
24	FEDERATED STRATEGIC VALUE-I	314172560	2/6/2012	2/6/2012	10/25/2010	8/6/2012	2,289	0	0	1,942	327	0	0	0	327
25	FEDERATED STRATEGIC VALUE-I	314172560	2/6/2012	2/6/2012	10/25/2010	8/6/2012	63	0	0	62	1	0	0	0	1
26	FORUM ABSOLUTE STRATEGIES-I	349841600	2/6/2012	2/6/2012	2/6/2012	8/6/2012	478	0	0	468	10	0	0	0	10
27	FORUM ABSOLUTE STRATEGIES-I	349841600	2/6/2012	2/6/2012	2/6/2012	8/6/2012	5,429	0	0	5,442	-13	0	0	0	-13
28	FORUM ABSOLUTE STRATEGIES-I	411511504	2/6/2012	2/6/2012	8/6/2012	11/19/2012	6,017	0	0	5,828	189	0	0	0	189
29	T ROWE PRICE INSTL LARGE-CAP GRV457751408	411511504	2/6/2012	2/6/2012	7/18/2011	11/19/2012	5,675	0	0	5,384	291	0	0	0	291
30	T ROWE PRICE INSTL LARGE-CAP GRV457751408	411511504	2/6/2012	2/6/2012	7/18/2011	11/19/2012	5,900	0	0	5,89	1	0	0	0	1
31	T ROWE PRICE INSTL LARGE-CAP GRV457751408	411511504	2/6/2012	2/6/2012	8/6/2012	11/19/2012	1,892	0	0	1,892	0	0	0	0	0
32	T ROWE PRICE INSTL LARGE-CAP GRV457751408	411511504	2/6/2012	2/6/2012	8/15/2011	11/19/2012	2,153	0	0	7,920	-1,242	0	0	0	261
33	MANNING & NAPIER WORLD OPTPTYS-A	563821545	2/6/2012	2/6/2012	10/25/2010	2/6/2012	3,232	0	0	3,157	75	0	0	0	75
34	RIDGEWORTH FD-LARGCAP VAL EOT	766288672	2/6/2012	2/6/2012	7/18/2011	11/19/2012	876	0	0	852	24	0	0	0	24
35	RIDGEWORTH FD-LARGCAP VAL EOT	766288672	2/6/2012	2/6/2012	7/18/2011	11/19/2012	273	0	0	259	14	0	0	0	14
36	RIDGEWORTH FD-SHORT TERM BD	766281611	2/6/2012	2/6/2012	8/6/2012	8/6/2012	5,014	0	0	4,994	20	0	0	0	20
37	RIDGEWORTH FD-SHORT TERM BD	766281611	2/6/2012	2/6/2012	8/10/2006	11/19/2012	6,870	0	0	6,664	206	0	0	0	206
38	RIDGEWORTH FD-SHORT TERM BD	766281611	2/6/2012	2/6/2012	2/22/2011	11/19/2012	11,327	0	0	10,739	588	0	0	0	588
39	RIDGEWORTH FD-SHORT TERM BD	766281611	2/6/2012	2/6/2012	12/12/2005	11/19/2012	1,149	0	0	1,108	41	0	0	0	41
40	RIDGEWORTH FD-SHORT TERM BD	766281611	2/6/2012	2/6/2012	5/12/2006	11/19/2012	781	0	0	755	26	0	0	0	26
41	RIDGEWORTH FD-SHORT TERM BD	766281611	2/6/2012	2/6/2012	5/18/2009	11/19/2012	1,314	0	0	1,258	56	0	0	0	56
42	RIDGEWORTH FD-SHORT TERM BD	766281611	2/6/2012	2/6/2012	2/6/2012	2/6/2012	338	0	0	335	3	0	0	0	3
43	RIDGEWORTH FD-SEIX FLT HIGH INCM	765281678	2/6/2012	2/6/2012	1/24/2008	8/6/2012	1,472	0	0	1,294	178	0	0	0	178
44	RIDGEWORTH FD-SEIX FLT HIGH INCM	765281678	2/6/2012	2/6/2012	3/18/2009	8/6/2012	490	0	0	371	119	0	0	0	119
45	RIDGEWORTH FD-SEIX FLT HIGH INCM	765281678	2/6/2012	2/6/2012	3/18/2009	8/6/2012	9,882	0	0	8,775	1,107	0	0	0	1,107
46	RIDGEWORTH FD-SEIX FLT HIGH INCM	765281678	2/6/2012	2/6/2012	10/26/2009	8/6/2012	1,170	0	0	1,133	37	0	0	0	37
47	RIDGEWORTH FD-SEIX FLT HIGH INCM	765281678	2/6/2012	2/6/2012	11/19/2010	8/6/2012	517	0	0	608	-91	0	0	0	-91
48	RIDGEWORTH FD-SEIX FLT HIGH INCM	765281678	2/6/2012	2/6/2012	2/6/2012	2/6/2012	61	0	0	900	-839	0	0	0	-839
49	RIDGEWORTH FD-SEIX FLT HIGH INCM	765281678	2/6/2012	2/6/2012	2/6/2012	2/6/2012	903	0	0	900	3	0	0	0	3
50	RIDGEWORTH FD-INTERMEDIATE BD	765281702	2/6/2012	2/6/2012	2/6/2012	2/6/2012	504	0	0	502	2	0	0	0	2
51	RIDGEWORTH FD-INTERMEDIATE BD	765281702	2/6/2012	2/6/2012	2/6/2012	2/6/2012	4,873	0	0	4,933	-60	0	0	0	-60
52	SCHRODER US SMALLMID CAP OPTPT	860898204	2/6/2012	2/6/2012	2/22/2011	8/6/2012	272	0	0	262	10	0	0	0	10
53	SCHRODER US SMALLMID CAP OPTPT	860898204	2/6/2012	2/6/2012	8/15/2011	8/6/2012	463	0	0	425	38	0	0	0	38
54	SCHRODER US SMALLMID CAP OPTPT	860898204	2/6/2012	2/6/2012	8/15/2011	8/6/2012	5,733	0	0	3,884	1,849	0	0	0	1,849
55	SENTINEL SMALL COI	817288825	2/6/2012	2/6/2012	10/26/2009	9/4/2012	4,563	0	0	3,483	1,080	0	0	0	1,080
56	SENTINEL SMALL COI	817288825	2/6/2012	2/6/2012	8/15/2011	8/6/2012	364	0	0	356	8	0	0	0	8
57	SENTINEL SMALL COI	817288825	2/6/2012	2/6/2012	8/15/2011	8/6/2012	20,411	0	0	20,116	295	0	0	0	295
58	TEMPLETON GLOBAL BD-ADV	860208400	2/6/2012	2/6/2012	11/19/2010	8/6/2012	5,219	0	0	5,128	91	0	0	0	91
59	TEMPLETON GLOBAL BD-ADV	860208400	2/6/2012	2/6/2012	5/24/2010	8/6/2012	11,028	0	0	10,653	376	0	0	0	376
60	TEMPLETON GLOBAL BD-ADV	860208400	2/6/2012	2/6/2012	8/6/2012	11/19/2012	112	0	0	112	0	0	0	0	0

Part VI, Line 6a (990-PF) - Estimated Tax Payments

	Date	Amount
1 Credit from prior year return		1 109
2 First quarter estimated tax payment	5/9/2012	2 249
3 Second quarter estimated tax payment		3
4 Third quarter estimated tax payment		4
5 Fourth quarter estimated tax payment		5
6 Other payments		6
7 Total		7 358